UNITED STATES BANKRUPTCY COURT

SOUTHERN DISTRICT OF TEXAS **HOUSTON DIVISION** In Re. SmileDirectClub, Inc. Case No. 23-90786 § § § Lead Case No. 23-90786 Debtor(s) **Monthly Operating Report** Chapter 11 Petition Date: 09/29/2023 Reporting Period Ended: 01/26/2024 Months Pending: 4 Industry Classification: 3 3 1 Cash Basis (Reporting Method: Accrual Basis (•) Debtor's Full-Time Employees (current): Debtor's Full-Time Employees (as of date of order for relief): **Supporting Documentation** (check all that are attached): (For jointly administered debtors, any required schedules must be provided on a non-consolidated basis for each debtor) X Statement of cash receipts and disbursements X Balance sheet containing the summary and detail of the assets, liabilities and equity (net worth) or deficit Statement of operations (profit or loss statement) \boxtimes Accounts receivable aging Postpetition liabilities aging X \boxtimes Statement of capital assets Schedule of payments to professionals Schedule of payments to insiders All bank statements and bank reconciliations for the reporting period

/s/ Troy Crawford
Signature of Responsible Party
Date
Troy Crawford
Printed Name of Responsible Party

1530 Antioch Pike, Antioch, TN 37013
Address

Description of the assets sold or transferred and the terms of the sale or transfer

STATEMENT: This Periodic Report is associated with an open bankruptcy case; therefore, Paperwork Reduction Act exemption 5 C.F.R. § 1320.4(a)(2) applies.

Cash balance beginning of month S534 S17,189,275 S58,775 S58,775 S17,189,275 S58,775 S58	Pai	rt 1: Cash Receipts and Disbursements	Current Month	Cumulative
c. Total disbursements (net of transfers between accounts) \$534 \$20,043,018 d. Cash balance end of month (a+b-c) \$587,775 \$58,775 c. Disbursements made by third party for the benefit of the estate \$50 \$50 f. Total disbursements for quarterly fee calculation (c-c) \$534 \$20,043,018 Note that the control of a possible of a possible of the control of a possible of a pos	a.	Cash balance beginning of month	\$534	
d. Cash balance end of month (a+b-c) \$588,775 e. Disbussments made by third party for the benefit of the estate \$69 Total disbursements for quarterly fee calculation (c+e) \$553 Tart 2: Assert and Liability Status Current Month Korgenerally applicable to Individual Debots See Instructions.) \$60 a. Accounts receivable (out of all owance) \$50 b. Accounts receivable (out of all olivance) \$50 c. Inventory (Book	b.	Total receipts (net of transfers between accounts)	\$58,775	\$17,189,275
e. Disbursements made by third party for the benefit of the estate	c.	Total disbursements (net of transfers between accounts)	\$534	\$20,043,018
Total disbursements for quarterly fee calculation (c) to Scale S	d.	Cash balance end of month (a+b-c)	\$58,775	
Part 2: Asset and Liability Status Current Month	e.	Disbursements made by third party for the benefit of the estate	\$0	\$0
Note generally applicable to Individual Debtors, See Instructions) S0	f.	Total disbursements for quarterly fee calculation (c+e)	\$534	\$20,043,018
Accounts receivable (total net of allowance) \$0	Par	rt 2: Asset and Liability Status	Current Month	
b. Accounts receivable over 90 days outstanding (net of allowance) \$0 c. Inventory (Book	(No	· · · · · · · · · · · · · · · · · · ·		
Column C	a.		\$0	
Total current assets \$747,558,775	b.	Accounts receivable over 90 days outstanding (net of allowance)	\$0	
e. Total assets \$747,558,775 f. Postpetition payables (excluding taxes) \$9 Postpetition payables past due (excluding taxes) \$0 h. Postpetition taxes payable \$0 i. Postpetition taxes payable \$0 j. Total postpetition debt (f+h) \$43,925 k. Prepetition secured debt \$0 l. Prepetition secured debt \$0 l. Prepetition unsecured debt \$0 m. Prepetition unsecured debt \$60 m. Prepetition unsecured debt \$60 m. Prepetition unsecured debt \$60 m. Prepetition quities (debt) (j+k+l+m) \$6,887,006 o. Ending equity/net worth (e-n) \$754,445,781 Part 3: Assets Sold or Transferred a. Total cash sales price for assets sold/transferred outside the ordinary course of business \$0 b. Total payments to third parties incident to assets being sold/transferred outside the ordinary course of business \$0 c. Net cash proceeds from assets sold/transferred outside the ordinary course of business \$0 c. Net cash proceeds from assets sold/transferred outside the ordinary course of business \$0 c. Sold proceeds from assets sold/transferred outside the ordinary course of business \$0 c. Octor of goods sold inclusive of depreciation, if applicable) \$0 c. Gross income/sales (net of returns and allowances) \$0 c. Gross profit (a-b) \$0 c. General and administrative expenses \$0 c. General and administrative expenses \$0 c. General and administrative expenses \$0 c. Depreciation and/or amortization (not included in 4b) \$0 c. Depreciation and/or amortization (not included in 4b) \$0 c. The rest \$0 c. The r	c.	Inventory (Book • Market Other (attach explanation))	\$0	
Postpetition payables (excluding taxes) \$43,925	d	Total current assets	\$747,558,775	
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1. Postpetition taxes past due	g.	Postpetition payables past due (excluding taxes)	\$0	
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m. Prepetition unsecured debt n. Total liabilities (debt) (j+k+l+m) o. Ending equity/net worth (e-n) Part 3: Assets Sold or Transferred Current Month Cumulative a. Total cash sales price for assets sold/transferred outside the ordinary course of business b. Total payments to third parties incident to assets being sold/transferred outside the ordinary course of business c. Net cash proceeds from assets sold/transferred outside the ordinary course of business sold/transferred outside the ordinary course of business (a-b) Part 4: Income Statement (Statement of Operations) (Not generally applicable to Individual Debtors. See Instructions.) a. Gross income/sales (net of returns and allowances) b. Cost of goods sold (inclusive of depreciation, if applicable) c. Gross profit (a-b) d. Selling expenses f. Other expenses popereciation and/or amortization (not included in 4b) h. Interest i. Taxes (local, state, and federal) f. Roorganization items	1.			
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i. Taxes (local, state, and federal)j. Reorganization items\$0	g.	Depreciation and/or amortization (not included in 4b)	\$0	
j. Reorganization items \$0	h.	Interest	\$-34	
·	i.	Taxes (local, state, and federal)	\$0	
k. Profit (loss) \$-50,016 \$-95,829	j.	Reorganization items	·	
	k.	Profit (loss)	\$-50,016	\$-95,829

art 5	: Profe	essional Fees and Expenses					
				Approved Current Month	Approved Cumulative	Paid Current Month	Paid Cumulative
	Debto	r's professional fees & expenses (ban	kruptcy) Aggregate Total				
	Itemized Breakdown by Firm						
		Firm Name	Role				
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Debtor's Name SmileDirectClub, Inc. Case No. 23-90786 lxxix lxxx lxxxi lxxxii lxxxii lxxxiv lxxxv lxxxv: lxxxv lxxxv lxxxix хc xci xcii xciii xciv xcv xcvi xcvii xcviii xcix c ci Paid Current Paid Approved Approved Current Month Cumulative Month Cumulative b. Debtor's professional fees & expenses (nonbankruptcy) Aggregate Total Itemized Breakdown by Firm Firm Name Role ii iii iv vi vii viii ix X хi

xii xiii xiv

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Debtor's Name SmileDirectClub, Inc.				Case No. 23-90786			
	xcix						
	c						
c.	All pro	ofessional fees and expenses (de	btor & committees)				

Pa	rt 6: Postpetition Taxes	Cur	rent Month	Cumulative
	Destruction in compared the electric and Colomb		ΦΩ	ФО
a. L	Postpetition income taxes accrued (local, state, and federal) Postpetition income taxes paid (local, state, and federal)		\$0 \$0	\$0
b.	• • • • • • • • • • • • • • • • • • • •		\$0 -	\$0 \$0
c.	Postpetition employer payroll taxes accrued		\$0 \$0	\$0
d.	Postpetition employer payroll taxes paid Postpetition property taxes paid		\$0 \$0	\$0
e. f.	Postpetition other taxes accrued (local, state, and federal)		\$0 \$0	\$0
g.	Postpetition other taxes paid (local, state, and federal)		\$0 \$0	\$0
_			<u> </u>	φυ
Pa	rt 7: Questionnaire - During this reporting period:			
a.	Were any payments made on prepetition debt? (if yes, see Instructions)	Yes (No 💿	
b.	Were any payments made outside the ordinary course of business without court approval? (if yes, see Instructions)	Yes 🔿	No 💿	
c.	Were any payments made to or on behalf of insiders?	Yes 🔿	No 💿	
d.	Are you current on postpetition tax return filings?	Yes •	No 🔘	
e.	Are you current on postpetition estimated tax payments?	Yes •	No 🔘	
f.	Were all trust fund taxes remitted on a current basis?	Yes •	No 🔘	
g.	Was there any postpetition borrowing, other than trade credit? (if yes, see Instructions)	Yes 🔿	No 💿	
h.	Were all payments made to or on behalf of professionals approved by the court?	Yes (No N/A •	
i.	Do you have: Worker's compensation insurance?	Yes 💿	No 🔘	
	If yes, are your premiums current?	Yes •	No O N/A O	(if no, see Instructions)
	Casualty/property insurance?	Yes •	No C	
	If yes, are your premiums current?	Yes •	No O N/A O	(if no, see Instructions)
	General liability insurance?	Yes 💿	No 🔘	
	If yes, are your premiums current?	Yes 💿	No \bigcirc N/A \bigcirc (if no, see Instructions)
j.	Has a plan of reorganization been filed with the court?	Yes •	No 🔘	
k.	Has a disclosure statement been filed with the court?	Yes •	No 🔘	
1.	Are you current with quarterly U.S. Trustee fees as set forth under 28 U.S.C. § 1930?	Yes •	No 🔿	

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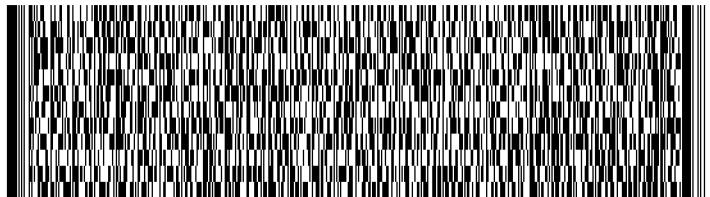
Debtor's Name SmileDirectClub, Inc. Case No. 23-90786 Part 8: Individual Chapter 11 Debtors (Only) Gross income (receipts) from salary and wages \$0 a. \$0 Gross income (receipts) from self-employment b. \$0 Gross income from all other sources c. Total income in the reporting period (a+b+c) \$0 d. \$0 Payroll deductions e. \$0 f. Self-employment related expenses Living expenses \$0 g. All other expenses \$0 h. \$0 Total expenses in the reporting period (e+f+g+h) i. Difference between total income and total expenses (d-i) \$0 j. \$0 List the total amount of all postpetition debts that are past due k. Yes (No (Are you required to pay any Domestic Support Obligations as defined by 11 1. U.S.C § 101(14A)? Yes O No O N/A • If yes, have you made all Domestic Support Obligation payments? **Privacy Act Statement** 28 U.S.C. § 589b authorizes the collection of this information, and provision of this information is mandatory under 11 U.S.C. §§ 704, 1106, and 1107. The United States Trustee will use this information to calculate statutory fee assessments under 28 U.S.C. § 1930(a)(6). The United States Trustee will also use this information to evaluate a chapter 11 debtor's progress through the bankruptcy system, including the likelihood of a plan of reorganization being confirmed and whether the case is being prosecuted in good faith. This information may be disclosed to a bankruptcy trustee or examiner when the information is needed to perform the trustee's or examiner's duties or to the appropriate federal, state, local, regulatory, tribal, or foreign law enforcement agency when the information indicates a violation or potential violation of law. Other disclosures may be made for routine purposes. For a discussion of the types of routine disclosures that may be made, you may consult the Executive Office for United States Trustee's systems of records notice, UST-001, "Bankruptcy Case Files and Associated Records." See 71 Fed. Reg. 59,818 et seq. (Oct. 11, 2006). A copy of the notice may be obtained at the following link: http:// www.justice.gov/ust/eo/rules regulations/index.htm. Failure to provide this information could result in the dismissal or conversion of your bankruptcy case or other action by the United States Trustee. 11 U.S.C. § 1112(b)(4)(F). I declare under penalty of perjury that the foregoing Monthly Operating Report and its supporting documentation are true and correct and that I have been authorized to sign this report on behalf of the estate. /s/ Troy Crawford Troy Crawford Signature of Responsible Party Printed Name of Responsible Party

03/20/2024

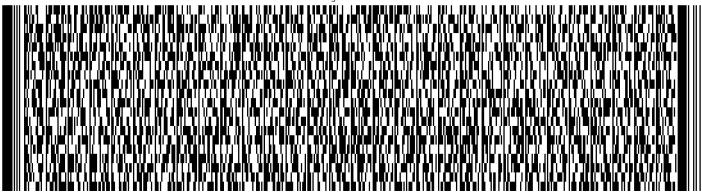
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Chief Financial Officer

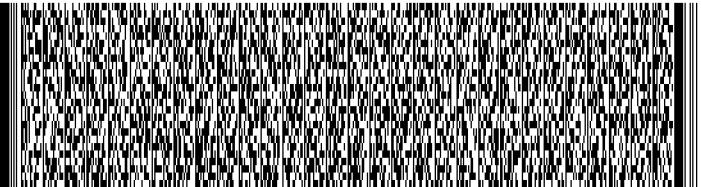
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PageOnePartTwo



PageTwoPartOne

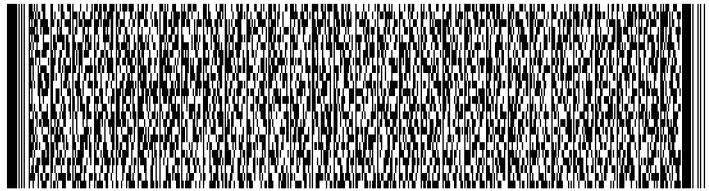
PageTwoPartTwo

Bankruptcy1to50

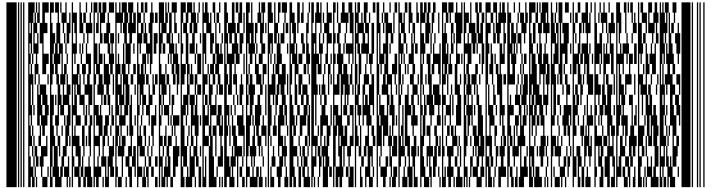
Bankruptcy51to100

NonBankruptcy1to50

NonBankruptcy51to100



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